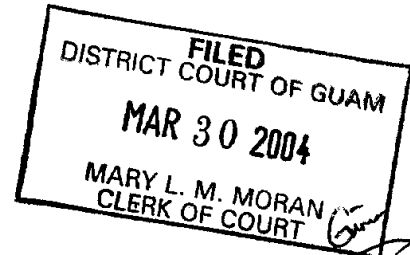


JOAQUIN C. ARRIOLA  
ANITA P. ARRIOLA  
**ARRIOLA, COWAN & ARRIOLA**  
259 MARTYR STREET, SUITE 201  
C&A BUILDING  
HAGATÑA, GUAM 96932  
TEL. NO. (671) 477-9730  
FACSIMILE. NO. (671) 477-9734

Counsel for Plaintiffs Alan Sadhwani, et al.



**IN THE UNITED STATES  
DISTRICT COURT OF GUAM**

ARRIOLA, COWAN & ARRIOLA, HAGATÑA, GUAM 96910

**ALAN SADHWANI, LAJU  
SADHWANI, K SADHWANI'S,  
INC.,**

**Plaintiffs,**

**v.**

**HONGKONG AND SHANGHAI  
BANKING CORPORATION LTD. a  
Foreign corporation, JOHN DOE I  
through JOHN DOE X,**

**Defendants.**

Civil Case No. 03-00036

**[PROPOSED] LETTER OF REQUEST  
FOR TAKING THE DEPOSITIONS OF  
MAGNUS MONTAN AND  
CHRISTOPHER PAGE IN HONG  
KONG**

**Federal Rules of Civil Procedure, Rule  
28(b); Hague Convention on the Taking of  
Evidence Abroad in Civil or Commercial  
Matters, 23 U.S.T. 2555, T.I.A.S. No. 7444**

**Discovery Deadline: June 8, 2004  
Trial Date: September 21, 2004**

**TO: CHIEF JUSTICE OF THE HONG KONG SPECIAL ADMINISTRATIVE REGION**

I, Judge of the United States District Court of Guam, respectfully request the assistance of your court with regard to the following matters.

Whereas, a civil proceeding is now pending in the United States District Court of Guam between certain plaintiffs and defendant.

**ORIGINAL**

And whereas it has been represented to the said Court that it is necessary for the purposes of justice and for the due determination of the questions in dispute between the parties in the proceeding that certain persons should be examined as witnesses upon oath or affirmation touching such questions and it appears that such witnesses are residents within your jurisdiction.

Now I, a judge of the United States District Court of Guam, hereby issue this Letter of Request for judicial assistance, in accordance with the Hague Convention of 18 March 1970, on the taking of evidence in civil or commercial matters, as follows:

1. A claim is now pending in the United States District Court of Guam as follows: Alan Sadhwani, Laju Sadhwani, K Sadhwani's, Inc. v. HongKong and Shanghai Banking Corporation, Ltd., John Doe I through John Doe X, Civil Case No. 03-00036 (U.S. District Court of Guam).

2. The names of the parties to the proceedings, and their representatives, are as follows:

A. Plaintiffs Alan Sadhwani, Laju Sadhwani, and K Sadhwani's, Inc.

Attorneys: Joaquin C. Arriola  
Anita P. Arriola  
Arriola, Cowan & Arriola  
259 Martyr Street, Suite 201  
Hagatna, Guam 96910

Andrew Chan  
Sharon Chan  
INCE & Solicitors  
Room 3801-6, 38th Floor  
Asia Pacific Finance Tower  
Citibank Plaza, 3 Garden Road  
Hong Kong

B. Defendant HongKong and Shanghai Banking Corporation, Ltd.

Attorneys: Jacques Bronze  
Law Offices of Bronze & Tang  
BankPacific Building, 2<sup>nd</sup> Floor  
Tamuning, Guam 96913

3. The nature of the proceedings for which the evidence is required and all necessary information in regard to the proceedings are as follows:

Plaintiffs Alan Sadhwani, Laju Sadhwani and K. Sadhwani's, Inc. (collectively "plaintiffs") had a long-term banking relationship with defendant HongKong Shanghai Banking Corporation, Ltd. ("HSBC") for over 25 years. In November 2002, plaintiffs entered into a loan agreement entitled "Amendment to Credit Facility/Lease" with HSBC ("the Loan") for over \$6 million, secured by several valuable pieces of Guam real estate. When plaintiffs had difficulty making payments on the loan, the parties entered into a loan workout agreement on March 21, 2003. Pursuant to that loan workout agreement, plaintiffs sought alternate financing and attempted to sell some of their properties. Notwithstanding its obligations under the loan workout agreement, and in violation of that agreement, HSBC sold the Loan to a non-bank, Paradise Marine Corporation.

Plaintiffs filed a complaint alleging that HSBC breached the loan agreement; breached its duty of good faith and fair dealing; breached the loan workout agreement; committed intentional misrepresentation; and breached banking and confidentiality laws, all to plaintiffs' detriment. Plaintiffs seek compensatory and punitive damages.

This proceeding is scheduled for trial beginning on September 21, 2004 in the United States District Court of Guam. The discovery deadline (the date for completion of all discovery, including depositions) in the case is June 8, 2004. The evidence sought herein is essential to the trial in this proceeding, is intended to be given at trial, and will be admissible at trial.

4. It is necessary for the purposes of justice and for the due determination of the matters in dispute between the parties that you cause the following witnesses, who are resident within your jurisdiction, to be examined. The names and addresses of the witnesses are as follows:

- A. Mr. Magnus Montan  
c/o HongKong and Shanghai Banking Corporation, Ltd.  
1 Queens Road Central  
Hong Kong  
SAR
- B. Mr. Christopher Page  
c/o HongKong and Shanghai Banking Corporation, Ltd.  
1 Queens Road Central  
Hong Kong  
SAR

5. The subject matter about which the witnesses are to be examined is as follows:

A. Mr. Magnus Montan - Mr. Montan is the Relationship Manager for Credit and Risk Management at HSBC Hong Kong. He has been identified by HSBC as a witness who is known or believed to have substantial relevant discoverable information. He will be examined on, among other things, his involvement in the decision to sell plaintiffs' Loan to Paradise Marine Corporation; the negotiations in the sale of plaintiffs' Loan to Paradise Marine Corporation; the events and circumstances surrounding the sale of plaintiffs' Loan; and plaintiffs' banking relationship with HSBC.

B. Mr. Christopher Page - Mr. Page is Senior Manager for Credit and Risk at HSBC Hong Kong. He has been identified by HSBC as a witness who is known or believed to have substantial relevant discoverable information. He will be examined on, among other things, his involvement in the decision to sell plaintiffs' Loan to Paradise Marine Corporation; the negotiations in the sale of plaintiffs' Loan to Paradise Marine Corporation; the events and circumstances surrounding the sale of plaintiffs' Loan; and plaintiffs' banking relationship with HSBC.

Now I, a Judge of the United States District Court of Guam hereby request that for the reasons aforesaid and for the assistance of the said Court you will be pleased to summon the said Mr. Magnus Montan and Mr. Christopher Page to attend at such time and place as you appoint before

you, or such other person as according to your procedure is competent to take the examination of witnesses, and that you will cause such witnesses to be examined orally and by tape recording or video recording, touching the said questions that are filed separately and under seal<sup>1</sup> in the presence of the agents of the plaintiffs and defendant or such of them as attend the examination on due notice given.

And I further request that you will permit the agents of both plaintiffs and defendant or such of them as are present to examine orally upon the subject matter thereof arising out of the answers thereto, said witnesses as is, after due notice in writing, produced on their behalf, and the other party to cross-examine the said witnesses orally and the party producing the witness for examination to re-examine them orally.

And I further request that you will be pleased to cause the evidence of the said witnesses Mr. Magnus Montan and Mr. Christopher Page to be reduced into writing, and all books, documents and things produced on such examination to be duly marked for identification, and that you will be further pleased to authenticate such examination by the seal of your Court or in such other way as is in accordance with your procedure and to return it together with a note of the charges and expenses payable in respect of the execution of this request through the plaintiffs from whom the same was received for transmission to the United States District Court of Guam and to return the written evidence and documents produced to me addressed as follows:


The Honorable Joaquin V.E. Manibusan, Jr.  
United States District Court of Guam  
4<sup>th</sup> Floor, U.S. Courthouse  
520 West Soledad Avenue  
Hagatna, Guam 96910

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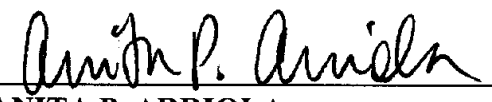
<sup>1</sup> The deposition questions for Magnus Montan and Christopher Page and attached exhibits are subject to a Stipulated Protective Order Governing Discovery in this case and are therefore filed separately and under seal. The Stipulated Protective Order Governing Discovery Part III (4) explicitly allows use of the questions and exhibits in depositions taken in this matter.

And I further request that you will cause the agents of the parties at the addresses stated above, or in default will cause me, to be informed of the date and place where the examination is to take place.

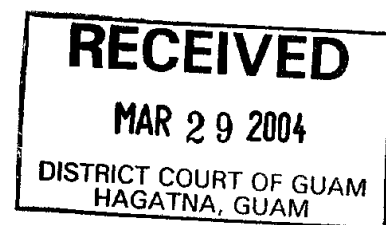
DATED: MAR 30 2004

  
HONORABLE JOAQUIN V.E. MANIBUSAN, JR.  
Magistrate Judge, United States District Court of Guam

Presented By:

  
ANITA P. ARRIOLA  
Attorney for Plaintiffs Alan Sadhwani, et al.

ARRIOLA, COWAN & ARRIOLA, HAGATNA, GUAM 96910



**CERTIFICATE OF SERVICE**

I, ANITA P. ARRIOLA, hereby certify that on March 29, 2004, I caused to be served via hand delivery, a **[PROPOSED] LETTER OF REQUEST FOR TAKING THE DEPOSITIONS OF MAGNUS MONTAN AND CHRISTOPHER PAGE IN HONG KONG** to:

**Jacques A. Bronze, Esq.  
Bronze & Tang, P.C.  
2nd Floor, BankPacific Building  
825 S. Marine Drive  
Tamuning, Guam 96913**

Dated this 29th day of March, 2004.

  
ANITA P. ARRIOLA

ARRIOLA, COWAN & ARRIOLA, HAGATNA, GUAM 96910